United States Courts
Southern District of Texas
FILED

JUL 2 8 2025

UNITED STATES BANKRUPTCY COURT [5th Circuit Southern District of Texas]

Nathan Ochsner, Clerk of Court

In re: LINQTO, INC., et al., Debtors.

Case No. [25-90186] Chapter 11

FORMAL OBJECTION TO DEBTORS' MOTION TO APPROVE SALE OF RIPPLE SHARES [DOCKET NO. 79] AND PLEDGE OF PROCEEDS AS COLLATERAL

Claimant James Akmakjian, a creditor and beneficial holder of 29,840 shares in Ripple Labs Inc. through Linqto, Inc.'s Series investment platform, respectfully submits this formal objection to the Debtors' Motion to Approve the Sale of Ripple Shares and the Pledge of Sale Proceeds as DIP Financing Collateral, as set forth in Docket No. 79. This objection is supported by filed Proof of Claim, attached evidence, and well-established principles of equity.

I. INTRODUCTION

The \$18.8 million in proceeds from the sale of Ripple shares, along with any remaining Ripple shares, do not belong to the Debtors or their general estate. They belong exclusively to Ripple Series investors, such as Claimant, who purchased direct economic interests in those shares through specific SPVs that were marketed, structured, and understood as pass-through ownership vehicles.

Filing Chapter 11 does not authorize theft of property. The Debtors' Motion, if approved without reservation of equitable rights, would permit precisely that. The Debtors' failure to properly form and manage legally compliant SPVs, consistent with securities laws and investor protection standards, resulted in the commingling of assets. This failure does not provide legal cover to erase the equitable ownership rights of Series Members like Claimant. Instead, it triggers the only appropriate judicial remedy: a constructive trust.

II. FACTUAL BACKGROUND

- Claimant purchased 29,840 shares of Ripple Labs Inc. through Lingto investment offerings, evidenced by monthly statements, K-1s, and stock certificates, etc.
- These purchases were made based on explicit representations in marketing materials and internal emails that investors were acquiring direct economic interests in Ripple shares.
- One such internal email confirms that Ripple shares would be "held on your behalf until the company goes public" and then transferred to the investor's brokerage account.
- Debtors have now moved to sell Ripple shares and pledge the proceeds for DIP financing without recognizing the pro rata rights of Series Members who funded those purchases.

III. BASIS FOR OBJECTION

A. Constructive Trust is the Only Judicial Remedy in Light of Fiduciary Breach and Commingling

Constructive trust is warranted where:

- 1. A fiduciary relationship exists.
- 2. There is a breach of that relationship.
- 3. The claimant has an identifiable interest in specific property.
- 4. The fiduciary has wrongfully retained or misappropriated that property, resulting in unjust enrichment of the estate.

All four elements are satisfied here:

- Fiduciary Relationship: Linqto owed a fiduciary duty as managing member of the Series LLCs and trustee of investor capital.
- Breach: Linqto failed to form and manage SPVs in accordance with state law, resulting in asset commingling and loss of Series segregation.

- Identifiable Interest: Claimant has documented ownership in Ripple shares, traced via internal records issued by debtor.
- Wrongful Retention: Debtor now seeks to pledge those interests for the benefit of the general estate, resulting in unjust enrichment of debtors at the expense of those with equitable title to that property.

Numerous cases (In re SeaQuest Diving, Haber Oil Co., and Southmark Corp.) recognize constructive trust as the appropriate remedy to **restore property rights and prevent unjust enrichment**.

B. Filing Chapter 11 Does Not Eliminate Equitable Ownership

Chapter 11 is not a license to confiscate third-party property. Courts have held that bankruptcy estates cannot retain assets to which they have no equitable title. See *Begier v. IRS*, 496 U.S. 53 (1990). Where property is held in trust or as an agency fiduciary, the estate acquires no interest in such assets.

Here, the Ripple shares and their proceeds were held for the benefit of identifiable investors. They are not estate property and cannot be pledged as collateral without a full adjudication of beneficial ownership.

IV. PROPOSED EQUITABLE SOLUTION

To resolve this dispute equitably and efficiently:

- The Court should order that the \$18.8M in proceeds from Ripple share sales be held in escrow pending resolution of pro rata claims.
- The Court should impose a constructive trust over the \$18.8M and remaining Ripple shares.

- Pro rata ownership calculations should be used to equitably distribute the proceeds and shares:
 - o Claimant owns 29,840 shares of 4,700,000 total (0.635%).
 - o Therefore, Claimant should receive:
 - \$119,360 from the \$18.8M in proceeds, and
 - 28,887 shares from the remaining 4,549,000 Ripple shares.

V. PRAYER FOR RELIEF

WHEREFORE, Claimant respectfully requests that this Court:

- 1. DENY approval of the Motion at Docket 79 insofar as it seeks to pledge proceeds belonging to Ripple Series investors;
- 2. DECLARE that the Ripple shares and their sale proceeds are subject to a constructive trust for the benefit of Ripple Series investors;
- 3. ORDER the segregation and pro rata distribution of the \$18.8M and remaining shares to Series Members; and
- 4. GRANT such other and further relief as justice may require.

Respectfully submitted,

Jàmes Akmakjian

drjames@longgrovedental.com

224.358.6940

Attachments:

- Proof of Claim delineating exchange of claimant capital for Ripple shares
- K-1 Forms acknowledging claimant's capital and equity ownership of Ripple shares within his allocated SPV
- · Stock Certificates issued by debtor
- Monthly Statements issued by debtor
- Internal Emails and Marketing Materials from debtor

FROM THE DESK OF

James Akmakjian

Case Number 25-90186

Claimant: Harout James Akmakjian

Description of Claim: This Proof of Claim is submitted for the ownership of 29,840 shares of Ripple through Linqto Liquidshares LLC - Ripple- 9, a Special Purpose Vehicle (SPV) formed to hold Ripple shares on behalf of accredited investors.

Claimant made 4 separate purchases of Ripple shares at various times between February and March of 2023. The following documents are listed in chronological order.

Document A shows a transaction was executed on 02/02/2023 for 5,953 shares of Ripple at \$21 per share (order #34168).

Linqto applied "Linqto Bucks" incentives, reducing Claimant's out-of-pocket costs per share without affecting the documented share counts. These incentives were marketing tools and should <u>not</u> impact the contractural share ownership. The shares purchased, not the net dollar amount spent after discounts, are the basis of Claimant's pro-rata ownership in the SPV.

The initial investment following 02/02/23 was \$119,060 for 5,953 shares.

Document B shows that Stock Certificate #49 was issued one day later on 02/03/2023, following receipt of payment from Claimant, for an "Equivalent Number of Shares" in "Linqto Liquidshares LLC - Ripple - 9", totaling 5,953 equivalent shares of Ripple Labs.

Document C demonstrates Claimant executed another transaction on 02/27/2023 for 4,091 shares of Ripple at \$22 per share (order #34954).

Linqto again applied "Linqto Bucks" incentives, reducing Claimant's out-of-pocket costs per share without affecting the documented share counts. This resulted in a net investment of an additional \$81,820 for 4,091 shares.

Document D shows that Stock Certificate #58 was issued two days later on 03/01/2023, following receipt of payment from Claimant, for an "Equivalent Number of Shares" in "Linqto Liquidshares LLC - Ripple - 9, totaling 4,091 equivalent shares of Ripple Labs.

* It should be noted that Linqto did <u>not</u> provide a monthly account statement for the month of February in 2023.

Document E demonstrates Claimant executed another transaction on 03/08/2023 for 14,796 shares of Ripple at \$20 per share (order #35230). There were no platform incentives offered at this time. Claimant's net investment for this transaction was \$295,920.

Document F shows that Stock Certificate #98 was issued <u>nine</u> days later on 03/17/2023, following receipt of payment from Claimant, for an "Equivalent Number of Shares" in "Linqto Liquidshares LLC - Ripple - 9, totaling 14,796 equivalent shares of Ripple Labs.

Document G shows that Claimant executed fourth and final transaction on 03/23/23 for 5,000 shares of Ripple at \$20 per share (order #35490). There were no platform incentives offered at this time. Claimant's net investment for this transaction was \$100,000.

Document H shows that Stock Certificate #123 was issued 1 day later on 03/24/23, following receipt of payment from Claimant, for an "Equivalent Number of Shares" in "Linqto Liquidshares LLC - Ripple - 9, totaling 5,000 shares of Ripple Labs.

By the end of March of 2023, Claimant had made a total out-of-pocket capital investment of \$596,800.

Document I is the March of 2023 monthly statement issued by Linqto that documents total number of shares of Ripple owned by Claimant.

The March of 2023 monthly statement is not a dollar balance, but rather a precise number of shares (29,840) allocated to my account. The specificity of this share count indicates that shares were not pooled or commingled via an average price accounting system

The average cost per share is locked at \$20, and the footnote explicitly states that this number already reflects "Linqto Bucks discounts". This confirms discounted purchases were applied without altering Claimant's share count.

The footnote proves that all discounts were incorporated in the cost basis, not the share allocation. This bolsters Claimant's argument that shares were granted in full and discounts were applied correctly to the purchase price, not to the number of shares received.

The detailed transaction activity delineated at the bottom of **Document I** clearly illustrate that all transactions are share-based purchases, <u>not</u> dollar-based investments. No adjustments or "unit recalculations" appear anywhere in the activity log, further indicating Claimant was purchasing a set quantity of shares, not a fluid interest in a fluctuating pool.

Document I further clarifies that statements from Linqto were tracking share quantities in addition to dollar balances. The ending balance is calculated as total shares held by Claimant, not as "equity in a fund". This structure proves Claimant had <u>direct pro-rata ownership in the SPV.</u>

Document J is the December of 2023 monthly statement, which clearly demonstrates that shares were explicitly enumerated and tracked within Claimant's account. The purchase history, share-specific accounting, and consistent stock certificates all confirm that Claimant was granted <u>fixed pro-rata shares of the Ripple Labs SPV.</u>

By the end of 2023, Claimant had made a total out-of-pocket capital investment of \$596,800 in exchange for a total of 29,840 shares of Ripple Labs.

Document K is the schedule K-1 tax document for 2023. This confirms Claimant's capital contribution of \$596,800 for Linqto Liquidshares LLC-Ripple-9 was officially recorded with the IRS. The K-1 states Claimant owns 31.6993% of the SPV (Ripple 9). This is a specific, pro-rata ownership interest.

There were no distributions nor withdrawals. Claimant's capital account was fully intact, with no reduction or dilution on the K-1.

Claimant's K-1 is a legally binding, IRS-submitted statement of record. The shows Claimant's exact percentage of ownership in the SPV. Claimant is entitled to his full prorata share regardless of debtor's failure to comply with state and local regulations. Failure to maintain and establish SPV's in accordance with law does not provide legal cover to assert theft of claimant property.

These records show ownership was secured and undisputed at the time of purchase.

Document L is the October of 2024 monthly statement. It should be noted that this is the first time a Linqto statement unilaterally reclassified Claimant's holdings as shares of Linqto Liquidshares LLC - Ripple 9, <u>without notification</u>, <u>explanation</u>, <u>or update to terms</u>.

Early statements (Documents I, J) explicitly labeled Claimant's holdings as "Ripple" shares. This signals retroactive legal repositioning. Claimant was lead to believe that his purchase was for Ripple shares directly, or at the very least, held direct economic rights to them.

Claimant argues that the terms under which his shares were originally purchased should govern. Claimant was made to believe that his investment was for a purchase in equivalent shares of Ripple Labs, via SPV-9. Linqto's later adjustments cannot retroactively redefine the nature of Claimant's investment without consent or notice.

Conclusion:

The nature of Claimant's investment and ownership rights were fully established at the time of purchase through stock certificates, monthly statements, and IRS filings. Failure of debtor to properly establish and maintain regulation-compliant SPV's, resulting in commingling of investor shares and funds, is a fundamental breach of fiduciary duty. For the debtor to claim any property rights over Ripple shares, and related proceeds from sale of Ripple shares, results in unjust enrichment of the debtor's general estate. The only recourse innocent investors have is for the court to identify and recognize that such property was held in constructive trust on behalf of investors, and order a return of property to rightful equitable owners.

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OTAL	\$119,060.00
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Documents A, B, C, D

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Date of Issuance: A		Equivalent Number of Shar Company Name: Ripple La		
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that represents the	equivalent number of shares identified ship of Lingto Liquidshares LLC, subje	above in the Company Name. The	member is entitled to the fu	11
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Ripple

Series 9 Order 35230

Completed

This order includes 14,796 shares of Ripple at \$20.00 per share.

Payment Method

Investment Amount

Cash Balance

Ordered At

03/08/2023

\$295.920.00

Lingto Fee

\$0.00

TOTAL

\$295,920.00

You are purchasing the number of units in the series of Linqto Llquidshares LLC that represents the equivalent number of shares of the underlying company identified.

Disclaimer

Operating Agreement

Subscription Agreement

Membership Certificate

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@ Account

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Ripple

Series 9 Order 35490

Completed

This order includes 5,000 shares of Ripple at \$20.00 per share.

Payment Method

Wire

Ordered At

03/23/2023

Investment Amount

\$100,000.00

Lingto Fee

\$0.00

TOTAL

\$100,000.00

You are purchasing the number of units in the series of Lingto Liquidshores LLC that represents the equivalent number of shares of the underlying company identified.

Disclaimer

Operating Agreement

Subscription Agreement

Membership Certificate

Have a question about your order? Contact Us

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(2) Account

Documents E, F, G, H

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	LINQTO LIQUIDSHARES LLC.	
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4	Certificate No: 123 Member Name: Harout James Akmakjian	
	Series Name: Lingto Liquidshares LLC - Ripple - 9 Equivalent Number of Shares: 5,000.00 Date of Issuance: March 24, 2023 Company Name: Ripple I also Inc.	16
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	member named above is a member of the above named Limited Limitity Company and holds the number of units in the Series that represents the equivalent number of shares identified above in the Company Name. The member is entitled to the full	1 / A
	benefits of membership of Lingto Liquidshares LLC, subject to the membership duties and obligations set furth in the Lingto	Y
	Liquidshares LLC Operating Agreement	1
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March 1, 2023 to March 31, 2023

101 Metro Drive, Suite 335 San Jose, CA 95110 invest@lingto.com

Monthly Statement

Harout James Akmakjian 5612 Oakwood Rd, Long Grove, Illinois 60047, United States

Current Holdings (James Akmakjian) Individual Account

	TOTAL SHARES	AVG. COST/SHARE*	STARTING BALANCE	ENDING BALANCE
Rippte	29,840	\$20.00	\$215,015.00	\$610,935.00
Polysign	21,154	\$2.34	\$0.00	\$55,000.40
		TOTAL INVESTMENT	\$215,015.00	\$665,935.40
		CASH BALANCE	\$0.00	\$0.00
		TOTAL	\$215,015,00	\$665,935,40

*Average cost per share is rounded to the nearest \$.01 and reflects Lingto Bucks discounts

Activity (James Akmakjian)

DATE	TYPE	COMPANY	SHARES	PRICE/SHARE	AMOUNT
03/23/2023	Buy	Ripple	5,000	\$20,00	\$100,000.00
03/17/2023	Deposit	DEPOSIT - Wire Transfer			\$295,920,00
03/17/2023	Withdrawal	BUY - Ripple - Order 35230			-\$295,920.00
03/08/2023	Buy	Ripple	14,796	\$20.00	\$295,920.00
03/01/2023	Buy	Polysign	21,154	\$2,34	\$55,000.40

Monthly Statement

December 1, 2023 to December 31, 2023

Harout James Akmakjian 5612 Oakwood Rd, Long Grove, Illinois 60047, United States

Current Holdings (James Akmakjian)

	TOTAL SHARES	AVG. COST/SHARE*	BALANCE	BALANCE
Ripple	29,840	\$20.00	\$610,935.00	\$610,935.00
Polysign	21,154	\$2.34	\$55,000.40	\$55,000.40
		TOTAL INVESTMENT	\$665,935.40	\$665,935.40
		CASH BALANCE	\$0,00	\$0.00
		TOTAL	\$665,935,40	\$665,935,40

Activity (James Akmakijan)

DATE	TYPE	COMPANY	SHARES	PRICE /SHARE	AMOUNT
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Documents I, J, K, L

JAMES AKMAKJIAN

Monthly Statement

October 1, 2024 to October 31, 2024

Current Holdings (James Akmakjian)

	1011410114100	ATG. OOD TOTAL	STANTING BALANCE	ENDING BALANCE
Ripple Lingto Liquidshares LLC - Ripple - 9	29,840	\$20.00	\$610,935.00	\$610,935.00
Polysign				
Lingto Liquidshares LLC - Polysign - 16	21,154	\$2.34	\$55,000.40	\$55,000,40
		TOTAL INVESTMENT	\$665,935.40	\$665,935.40
		‡ CASH BALANCE	\$0,00	\$0.00
		TOTAL	\$665,935.40	\$665,935.40

*Average cost per share is rounded to the nearest \$.01 and reflects Lingto Bucke

Activity (James Akmakjian)

AMOUNT

‡ Available Cash is custodled in an omnibus account with JPMorgan Chase Bank, N.A., in the name of Lingto Liquidshares LLC for the benefit of ("FBO") customers. FBO accounts are FDIC-insured up to \$250,000.

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	Beginning \$					
	Ending					





2 Messages

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James Akmakjian
To: Alan Kerlidou >

6/1/23

Ripple shares

If ripple wins and ends up doing an IPO:

Will my shares be immediately pushed to my Brokerage account?

Is there a holding period? Can I sell it immediately?

Respectfully, Dr. James Akmakjian



Found in Personal All Mail Mailbox





Siri Found a Phone Number Alan Kerlidou (415) 877-9398

Update





Alan Kerlidou

To: James Akmakjian >

6/2/23



Hi James,

Thanks for reaching out. That is correct. If Ripple goes public, your shares will be transferred on your brokerage exchange platform (for example: Fidelity, Schwab, TD Ameritrade, etc.). You will need to submit your brokerage account information on our website













2 Messages Ripple shares

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Alan Kerlidou

To: James Akmakjian >

6/2/23

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Hi James,

Thanks for reaching out. That is correct. If Ripple goes public, your shares will be transferred on your brokerage exchange platform (for example: Fidelity, Schwab, TD Ameritrade, etc.). You will need to submit your brokerage account information on our website via the following link: https://app.linqto.com/profile. At the bottom of this page, you will find a section called "Brokerage Account Information".

We have also launched last week our Market Trading System. This feature allows you to sell your position on our platform if you wanted to book some profit. You can place a sell order by clicking on your Ripple Labs position from My Portfolio on our website. Please keep in mind that we charge a 10% transaction fee on sell orders.

PS: we have also migrated Polysign on our Market Trading System yesterday. The stock is now trading at \$2.43/sh. We have reasons to believe that like Ripple Labs, Polysign's price per share has great chances of increasing over time.

Let me know if you have any questions.

Regards,



Alan Kerlidou, Senior Investment Specialist

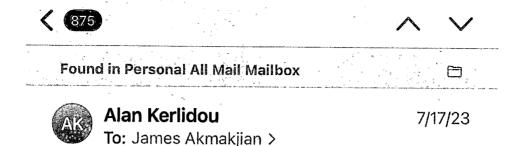












The Week Ahead

Hi James,

Get ready for another exciting week ahead. Please make sure your account is funded and let me know if you'd like to discuss any of these opportunities:

Restocks

CHAINALYSIS - due to popular demand we will be restocking a limited amount today!

Leading the way in blockchain data analysis, providing tools that make it easier for businesses, governments, and institutions to navigate the crypto landscape. They play a crucial role in making the cryptocurrency market more transparent and secure, paving the way for its future.

CEREBRAS - expected to be available by Thursday of this week.

Developer of the largest and fastest computing chips designed for the singular purpose of accelerating AI











The Week Ahead

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accelerating Al

Recent Launches

GLINT - less than \$200,000 of remaining inventory currently priced at \$.46 per share This is an opportunity to truly get in early on a name that many of our members are also user/customers. If you are new to Glint, they facilitate gold-based instant electronic payments for 200,000+ users worldwide.

SNAPLOGIC - less than \$75,000 of remaining inventory currently priced at \$5.31 per share With partners and customers like Microsoft (MSFT is also an investor), Amazon, and Google, it is not surprising that SnapLogic is a Gartner 2023 "Magic Quadrant" leader and scores a 98% Success rating in PitchBook's predictive exit indicator ("A likely acquisition target" per PitchBook).

Opportunistic Pricing

<u>UPHOLD</u> - currently available at \$1.93 per share. Historically priced as high as \$7.00/share, Uphold has numerous recent catalysts and continues to be both a trusted Linqto partner and member favorite.

POLYSIGN - currently available at \$2.90 per













The Week Ahead



POLYSIGN - currently available at **\$2.90** per share. Historically priced at \$3.00/share, Polysign has recently launched retail custody and is beta testing AtomicNet (Linqto is a testing partner).

LINQTO - currently available at **\$2.51**. Invest in the company that puts investing in private markets right at your finger tips. (April 409a valuation was \$4.70 per share).

RIPPLE - currently available at \$57.01. Ripple demand has been surging since Ripple secured a significant win in its case against the SEC, with U.S. District Judge Analisa Torres determining that XRP is not a security when sold to the general public.

Coming Soon

iTrustCapital - should be available in the next 7 -12 days, be sure to fund your account now!

<u>CIRCLE</u> - we are currently working on closing on another block and expect it to be available either later this week or next week.

(please note that the above launches and restocks are subject to change due to circumstances outside our control and pricing is dynamic and fluctuates base on supply and demand)









FILING OBJECTION TO PLEBGING PROCESS FROM SALE OF RIPPLE SHARES REFERENCED IN DOCKET 79.

FILING PRO SE, CASE # 25-90186

JAMES AKMAKJIAN

DRJAMES @ LONGGROVE DENTAL. COM 224.388.6940

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BUFFALO GROVE, IL 60088 JUL 24, 2025

